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Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

DONALD J. LINDLEY TRUST

Number and street (or P O box number if mail is not delivered to street address)

REGIONS BANK TRUST DEPT PO BOX 1278

Room/suite

City or town, state, and ZIP code

DECATUR**IL 62525**H Check type of organization. ☐ Section 501(c)(3) exempt private foundation☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) ▶ \$ **5,865,137**J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

90-0052196

B Telephone number (see page 10 of the instructions)

217-233-6343C If exemption application is pending, check here ▶ ☐D 1. Foreign organizations, check here ▶ ☐2. Foreign organizations meeting the
85% test, check here and attach computation ▶ ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ▶ ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ▶ ☐**Part I**Analysis of Revenue and Expenses (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see page 11 of the instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue

- 1 Contributions, gifts, grants, etc., received (attach schedule)
 2 Check ☒ if the foundation is not required to attach Sch B
 3 Interest on savings and temporary cash investments
 4 Dividends and interest from securities
 5a Gross rents
 b Net rental income or (loss) **49,827**
 6a Net gain or (loss) from sale of assets not on line 10
 b Gross sales price for all assets on line 6a **978,889**
 7 Capital gain net income (from Part IV, line 2)
 8 Net short-term capital gain
 9 Income modifications
 10a Gross sales less returns & allowances
 b Less Cost of goods sold
 c Gross profit or (loss) (attach schedule)
 11 Other income (attach schedule) **STMT 1**
 12 Total. Add lines 1 through 11

20,722**20,722****35,092****35,092****186,504****186,504****125,138****125,138****0****177,764****177,764****545,220****367,456****177,764****46,288****46,288****4,955****4,955****20,460****343****136,983****136,968****15****208,686****188,554****0****15****566,363****566,363****775,049****188,554****0****566,378****-229,829****178,902****177,764**

Operating and Administrative Expenses

- 13 Compensation of officers, directors, trustees, etc
 14 Other employee salaries and wages
 15 Pension plans, employee benefits
 16a Legal fees (attach schedule)
 b Accounting fees (attach schedule) **STMT 2**
 c Other professional fees (attach schedule)
 17 Interest
 18 Taxes (attach schedule) (see page 14 of the instructions) **STMT 3**
 19 Depreciation (attach schedule) and depletion
 20 Occupancy
 21 Travel, conferences, and meetings
 22 Printing and publications
 23 Other expenses (attach schedule) **STMT 4**
 24 Total operating and administrative expenses.
 Add lines 13 through 23
 25 Contributions, gifts, grants, etc.
 26 Total expenses and disbursements. Add lines 24 and 25
 27 Subtract line 26 from line 12:
 a Excess of revenue over expenses and disbursements
 b Net investment income (if negative, enter -0-)
 c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	405,440	163,074	163,074
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	477	440	440
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) SEE STMT 5	1,584,909	1,579,125	1,896,939
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach sch) ▶ STMT 6	1,086,058	1,089,062	3,804,684
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,076,884	2,831,701	5,865,137
	17	Accounts payable and accrued expenses	15,900	546	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	15,900	546	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,060,984	2,831,155	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,060,984	2,831,155	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,076,884	2,831,701	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,060,984
2	Enter amount from Part I, line 27a	2	-229,829
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,831,155
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,831,155

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE WORKSHEET				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2**125,138****3** Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)

If (loss), enter -0- in Part I, line 8

3**102,346****Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☒ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009			
2008			
2007			
2006			
2005			

2 Total of line 1, column (d)**2****3** Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years**3****4** Enter the net value of noncharitable-use assets for 2010 from Part X, line 5**4****5** Multiply line 4 by line 3**5****6** Enter 1% of net investment income (1% of Part I, line 27b)**6****7** Add lines 5 and 6**7****8** Enter qualifying distributions from Part XII, line 4**8**

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	3,578
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	3,578
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,578
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,000
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	99
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,323
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax 1,323 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► REGIONS BANK 350 N. WATER STREET Located at ► DECATUR	Telephone no. ► 217-429-4253 IL ZIP+4 ► 62525		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	► 15	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1b	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))	1c	X
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 20 08 , 20 07 , 20 06 , 20 05 2004 2003 2002	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4a	X
		4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK 350 N. WATER ST.	DECATUR IL 62523	TRUSTEE 4.00	46,288	0

2 Compensation of five highest-paid employees (other than those included on line 1 — see page 23 of the instructions).

If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2010) **DONALD J. LINDLEY TRUST****90-0052196**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,779,604
b	Average of monthly cash balances	1b	380,217
c	Fair market value of all other assets (see page 25 of the instructions)	1c	3,798,359
d	Total (add lines 1a, b, and c)	1d	5,958,180
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	5,958,180
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	89,373
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,868,807
6	Minimum investment return. Enter 5% of line 5	6	293,440

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	293,440
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,578
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,578
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	289,862
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	289,862
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	289,862

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	566,378
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	566,378
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	566,378

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				289,862
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			282,406	
b Total for prior years 20 08 , 20 07 , 20 06		1,469,159		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 566,378				
a Applied to 2009, but not more than line 2a			282,406	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		283,972		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		1,185,187		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		1,469,159		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		-283,972		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				289,862
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

REGIONS BANK 217-429-4253
350 N. WATER ST. DECATUR IL 62523

b The form in which applications should be submitted and information and materials they should include

CONTACT REGIONS BANK FOR INFORMATION ON SUBMISSION.

c Any submission deadlines

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE STATEMENT 7

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 8				566,363
Total			► 3a	566,363
b Approved for future payment N/A				
Total			► 3b	

Form **990-PF** (2010)

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	\$ 177,764	\$	\$ 177,764
TOTAL	\$ 177,764	\$ 0	\$ 177,764

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 4,955	\$ 4,955	\$	\$
TOTAL	\$ 4,955	\$ 4,955	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
IL STATE INCOME TAX	\$ 2,252	\$	\$	
FOREIGN TAXES	343	343		
FEDERAL INCOME TAX - FORM 4720	17,865			
TOTAL	\$ 20,460	\$ 343	\$ 0	\$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
RENTAL EXPENSES	133,356	133,356		
DEPRECIATION	3,321	3,321		
EXPENSES				15
IL-AG990 FILING FEE	15			
INVESTMENT EXPENSE	291	291		
TOTAL	136,983	136,968	0	15
	\$	\$	\$	\$

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
EXXON MOBIL	\$ 1,209	6,425	COST	20,108
GE		23,416	COST	23,320
AT&T	2,499		COST	
PEPSICO	691	2,094	COST	17,966
WALT DISNEY CO	17,031		COST	
TIFFANY & CO	20,547	10,239	COST	24,908
CVS/CAREMARK CORP	18,471	17,559	COST	18,254
CHEVRON CORP	15,816	17,805	COST	20,531
DEVON ENERGY CORP	17,598		COST	
HALLIBURTON CO	22,265	16,279	COST	23,477
SCHLUMBERGER LTD	21,462	17,482	COST	22,962
AMERICAN EXPRESS CO	21,410	7,807	COST	17,168
GOLDMAN SACHS GROUP INC	19,796	8,450	COST	16,816
PRUDENTIAL FINANCIAL INC	24,886	10,759	COST	17,613
ABBOTT LABS	15,356	19,492	COST	16,768
ALLERGAN INC	19,769	14,986	COST	20,601
JOHNSON & JOHNSON	15,923	19,127	COST	18,555
STRYKER CORP	19,112	15,872	COST	16,110
EATON CORP	20,624	15,919	COST	25,378
NORFOLK SOUTHERN CORP	18,899	18,445	COST	20,417
3M CO	17,639	15,799	COST	19,418

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
UNITED TECHNOLOGIES CORP	\$ 17,291	15,626	COST	\$ 19,680
CISCO SYSTEMS INC	20,520	15,960	COST	14,161
DELL INC	20,806		COST	
INTEL CORP	17,975	14,227	COST	17,350
MICROSOFT CORP	19,854	16,657	COST	17,444
ORACLE CORPORATION	16,189	13,689	COST	21,910
QUALCOMM INC	15,698	15,698	COST	21,033
AIR PRODS & CHEMS INC	18,730		COST	
AMERICAN FDS EUROPACIFIC GROWTH CL F	91,480	56,820	COST	62,274
SPDR GOLD TRUST	49,931	49,931	COST	86,700
VERIZON COMMUNICATIONS	16,141	19,609	COST	21,468
EXELON CORP	19,387		COST	
BEST BUY INC	13,119		COST	
DARDEN RESTAURANTS INC	14,031		COST	
ROBERT HALF INTL INC	13,615	15,797	COST	19,890
WAL MART STORES INC	14,377	18,379	COST	18,875
PROCTER & GAMBLE CO	15,097	18,109	COST	19,299
WALGREEN CO	15,128	13,813	COST	20,454
HESS CORPORATION	14,241	17,519	COST	21,814
XTP ENERGY CORP	14,991		COST	
TRANSOCEAN LTD	12,802		COST	
J P MORGAN CHASE & CO	14,569	11,258	COST	18,028
STATE STREET CORP	14,423	17,822	COST	19,694
TRAVELERS COMPANIES INC	14,625	14,954	COST	19,499
TEVA PHARMACEUTICAL INDS	15,134	14,053	COST	16,942
CITRIX SYSTEM INC	14,818		COST	
E M C CORP MASS	14,723		COST	
JUNIPER NETWORKS INC	14,659	11,549	COST	23,998
THERMO FISHER SCIENTIFIC INC	14,436	11,889	COST	19,376
MONSANTO CO	12,740	17,054	COST	15,669
AMERICAN CENTY GOVT INCOME TR	99,309	99,309	COST	103,147
FEDERATED GNMA TR INSTL SHRS	200,000	102,413	COST	105,883
PIONEER BOND FUND CLASS Y	17,592	17,592	COST	16,102
ISHARES RUSSELL 1000 VALUE	57,138	34,040	COST	45,409
MFS RESH INTL FD CL I	56,813		COST	
PIONEER MID CAP VALUE FD CL Y	56,776		COST	
PIONEER SMALL CAP GROWTH FD	56,512		COST	

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PIONEER SELECT MID CAP GROWTH A	\$ 71,367		COST	
PIONEER SER TR II GROWTH OPP FD	56,869		COST	
MATTEL INC		10,458	COST	12,334
MCGRW HILL INC		19,326	COST	20,936
STAPLES INC		16,429	COST	15,939
VF CORP		16,804	COST	19,821
APACHE CORPORATION		18,746	COST	20,865
VISA INC-CLASS A SHRS		18,253	COST	14,076
MERCK & CO., INC.		17,615	COST	18,020
CATERPILLAR, INC		14,607	COST	25,757
AUTO DESK INC		14,033	COST	19,100
E M C CORP MASS		11,778	COST	22,900
ARTISAN FDS INC SMALL CAP VALUE FUND		69,425	COST	79,309
ARTISAN FDS INC MID CAP VALUE FUND		73,229	COST	80,440
BLACKROCK US OPPORTUNITIES		66,827	COST	78,934
BUFFALO SMALL CAP FUND		65,418	COST	74,581
THORNBURG INT VALUE FD		118,404	COST	130,326
NEXTERA ENERGY, INC		16,051	COST	15,597
DODGE & COX INCOME FUND		100,000	COST	101,535
TOTAL	\$ 1,584,909	\$ 1,579,125		\$ 1,896,939

Statement 6 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
TILING	\$	6,325	\$ 3,321	\$ 6,325
FARM LAND-EDGAR COUNTY, IL	1,086,058	1,086,058		3,798,359
TOTAL	\$ 1,086,058	\$ 1,092,383	\$ 3,321	\$ 3,804,684

Form 990-PF - General FootnoteDescription

PART VII-B, QUESTION 2B

LANGUAGE OF THE TRUST DOCUMENT WAS ALTERED IN ORDER TO MAKE THE REQUIRED INCOME DISTRIBUTIONS. NOW THAT THIS HAS BEEN FINALIZED, THE ORGANIZATION IS WORKING ON PAYING OUT THE UNDISTRIBUTED FUNDS AND PLANS ON PAYING ALL OF THOSE DURING FUTURE YEARS AS EVIDENCED THIS PAST YEAR WITH THE EXCESS DISTRIBUTIONS APPLIED TO PRIOR YEAR UNDISTRIBUTED INCOME.

REGIONS BANK


TRUST TAX OFFICER

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

CONTACT REGIONS BANK FOR INFORMATION ON SUBMISSION.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

N/A

Statement 7 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

FOR COLLEGE APPLICANTS WHO ARE INDIGENT HS GRADUATES OF
THE COUNTIES OF COLE, EDGAR, CLARK, CUMBERLAND, OR DOUGLAS
IN ILLINOIS OR OF VERMILION COUNTY IN INDIANA.

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
KEVIN M. CARRINGTON		NONE	N/A	EDUCATION	9,335
MARY RUTH MCKEE		NONE	N/A	EDUCATION	10,000
PAIGE R. HOLSAPPLE		NONE	N/A	EDUCATION	15,000
BRITTANY HENSON		NONE	N/A	EDUCATION	15,000
JILL FRISZ		NONE	N/A	EDUCATION	7,500
ALEX C. HELDEBRANDT		NONE	N/A	EDUCATION	8,250
CASSANDRA C. GRIMM		NONE	N/A	EDUCATION	6,000
RACHELLE S. HUTTON		NONE	N/A	EDUCATION	7,500
KIRSTEN R. WICKMAN		NONE	N/A	EDUCATION	2,500
BETHANY BAUMAN		NONE	N/A	EDUCATION	5,000
ALLISON JOY HARDAS		NONE	N/A	EDUCATION	15,000
SHELBY IRENE GREGER		NONE	N/A	EDUCATION	7,677
TYLER KUHN		NONE	N/A	EDUCATION	7,000
TABITHA YORK		NONE	N/A	EDUCATION	15,000
SAMANTHA R. HARRIS		NONE	N/A	EDUCATION	15,000
NIKOLAUS D. GARD		NONE	N/A	EDUCATION	15,000
SIENA I. YOUNGBLOOD		NONE	N/A	EDUCATION	15,000
HEATHER A. MCDOWELL		NONE	N/A	EDUCATION	5,000

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
KODY LENHART		NONE	N/A	EDUCATION	6,500
JONATHAN DYE		NONE	N/A	EDUCATION	6,000
KIRSTEN A MIDDLETON		NONE	N/A	EDUCATION	4,000
COREY HAYES		NONE	N/A	EDUCATION	6,500
NICOLE CHRISAGIS		NONE	N/A	EDUCATION	7,500
KATIE E. BLACK		NONE	N/A	EDUCATION	15,000
CAMERON M. PHIPPS		NONE	N/A	EDUCATION	15,000
RACHAEL ROBINSON		NONE	N/A	EDUCATION	15,000
CASEY L. MCKINNEY		NONE	N/A	EDUCATION	15,000
DYLAN A. WALKER		NONE	N/A	EDUCATION	15,000
LUCAS C. LANE		NONE	N/A	EDUCATION	10,000
DANA M. SEXTON		NONE	N/A	EDUCATION	13,000
KIRSTIN COURTNEY STROW		NONE	N/A	EDUCATION	3,000
TYLER J. BEASON		NONE	N/A	EDUCATION	14,000
KARA JO SALMON		NONE	N/A	EDUCATION	14,000
ELIZABETH BOSCH		NONE	N/A	EDUCATION	13,000
ELIZABETH STEELE		NONE	N/A	EDUCATION	15,000
KATLYN DAVIS		NONE	N/A	EDUCATION	3,000

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
KARA COX		NONE	N/A	EDUCATION	4,250
DARCI B. WINKLER		NONE	N/A	EDUCATION	4,490
KELSEY R., GATES		NONE	N/A	EDUCATION	12,000
KATHERINE J. JANNEY		NONE	N/A	EDUCATION	13,000
HEATHER L. COOK		NONE	N/A	EDUCATION	15,000
MOLLY G. JOSEPH		NONE	N/A	EDUCATION	8,000
DYLAN J. ROSS		NONE	N/A	EDUCATION	7,500
SHANE C. ANDERSON		NONE	N/A	EDUCATION	6,500
VICTORIA P. DAVIS		NONE	N/A	EDUCATION	13,000
MAUREEN E. SULLIVAN		NONE	N/A	EDUCATION	2,400
JAMIE SOULLIERE		NONE	N/A	EDUCATION	3,000
MIKAYLA L. PETERSON		NONE	N/A	EDUCATION	7,500
KELLY JO NICHOLSON		NONE	N/A	EDUCATION	10,000
MAJENTA N. BRANKEY		NONE	N/A	EDUCATION	7,500
KINDRA R. WILKINS		NONE	N/A	EDUCATION	5,000
JESSICA M. PHILLIPS		NONE	N/A	EDUCATION	5,000
BOBBI JO KENDALL		NONE	N/A	EDUCATION	7,500
LANEY E. MARTIN		NONE	N/A	EDUCATION	1,981

Federal Statements

**Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
RAYMOND E. TURNER		NONE	N/A	EDUCATION	12,000
MELANIE A. SWEITZER		NONE	N/A	EDUCATION	2,738
PAIGE B. CRUTCHLEY		NONE	N/A	EDUCATION	15,000
TAYLOR N. DOWNEY		NONE	N/A	EDUCATION	1,742
KATLYN M. WOLFE		NONE	N/A	EDUCATION	12,000
SYDNEE A. WILLOUGHBY		NONE	N/A	EDUCATION	15,000
JULIA A. HELTSLEY		NONE	N/A	EDUCATION	3,000
TOTAL					<u>566,363</u>

Donald J. Lindley Trust
FEIN: 90-0052196
Regions Bank Trust Department
P.O. Box 1278
Decatur, IL 62525

Treatment of Qualifying Distributions Election

Under IRC Section 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), the nonoperating private foundation elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

☒ Undistributed income from the tax years ending:

Tax Year	Amount
2001	\$176,007
2002	\$107,965

☐ Corpus

Regions Bank
Signature Nora L Duncan Date 9-9-11

Name and Title Nora L Duncan, Vice President